

1 ROBBINS GELLER RUDMAN
2 & DOWD LLP
3 SHAWN A. WILLIAMS (213113)
4 Post Montgomery Center
5 One Montgomery Street, Suite 1800
6 San Francisco, CA 94104
7 Telephone: 415/288-4545
8 415/288-4534 (fax)
9 shawnw@rgrdlaw.com
10 – and –
11 DARREN J. ROBBINS (168593)
12 TRAVIS E. DOWNS III (148274)
13 BENNY C. GOODMAN III (211302)
14 ERIK W. LUEDEKE (249211)
15 655 West Broadway, Suite 1900
16 San Diego, CA 92101-3301
17 Telephone: 619/231-1058
18 619/231-7423 (fax)
19 travisd@rgrdlaw.com
20 bennyg@rgrdlaw.com
21 eluedeke@rgrdlaw.com

22 Attorneys for Plaintiff

23 UNITED STATES DISTRICT COURT
24 NORTHERN DISTRICT OF CALIFORNIA
25 OAKLAND DIVISION

26 PATRICIA M. McKENNA, Derivatively on) No. 11-cv-04248-PJH
27 Behalf of GOOGLE INC.,)
28 Plaintiff,) STIPULATION AND ~~PROPOSED~~ ORDER
29 vs.) CONSOLIDATING ACTIONS AND
30 LARRY PAGE, et al.,) APPOINTING LEAD COUNSEL
31 Defendants.)
32 – and –)
33 GOOGLE INC., a Delaware corporation,)
34 Nominal Party.)

35 [Caption continued on following page.]
36
37
38

1 JAMES CLEM, Derivatively on Behalf of
GOOGLE INC.,

2
3 Plaintiff,

4 vs.

5 LARRY PAGE, et al.,

6 Defendants.

7 – and –

8 GOOGLE INC., a Delaware corporation,

9 Nominal Defendant.

10 AVROHOM GALLIS, Derivatively on Behalf
of GOOGLE INC.,

11 Plaintiff,

12 vs.

13 ERIC E. SCHMIDT, et al.,

14 Defendants.

15 – and –

16 GOOGLE INC., a Delaware corporation,

17 Nominal Defendant.

No. 11-cv-04249-RMW

No. 11-cv-04270-LHK

WHEREAS, there are presently three shareholder derivative actions on behalf of nominal defendant Google Inc. (“Google” or the “Company”) pending in this Court, as follows:

Case Name	Case No.	Date Filed
<i>McKenna v. Page, et al.</i>	CV-11-04248-PJH	August 29, 2011
<i>Clem v. Page, et al.</i>	CV-11-04249-RMW	August 29, 2011
<i>Gallis v. Schmidt, et al.</i>	CV-11-04270-LHK	August 29, 2011

WHEREAS, *McKenna*, *Clem* and *Gallis* (together, the “Actions”) assert breach of fiduciary duty and related claims on behalf of Google against its directors and certain top officers that arise from the same or substantially similar facts, occurrences and transactions;

WHEREAS, the parties have met and conferred and agree that the Actions should be consolidated under Rule 42(a) of the Federal Rules of Civil Procedure, and that consolidation of the Actions will promote judicial economy and preserve both public and private resources;

WHEREAS, counsel for plaintiffs in the Actions have met and conferred and agree that the law firms of Robbins Geller Rudman & Dowd LLP, Robbins Umeda LLP and Pomerantz Haudek Grossman & Gross LLP should be appointed lead counsel for plaintiffs in the Actions;

WHEREAS, defendants take no position as to the appointment of lead counsel for plaintiffs in the Actions; and

WHEREAS, the parties have met and conferred regarding defendants’ acceptance of service of the summons and complaints, as well as a schedule for the filing and service of a consolidated complaint and defendants’ responses thereto.

THEREFORE, IT IS STIPULATED AND AGREED by the parties, through their respective counsel of record, as follows:

1. The following actions shall be consolidated for all purposes, including pre-trial proceedings and trial:

Case Name	Case No.	Date Filed
<i>McKenna v. Page, et al.</i>	CV-11-04248-PJH	August 29, 2011
<i>Clem v. Page, et al.</i>	CV-11-04249-RMW	August 29, 2011
<i>Gallis v. Schmidt, et al.</i>	CV-11-04270-LHK	August 29, 2011

2. Every pleading filed in this consolidated action, or in any separate actions included herein, shall bear the following caption:

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

In re GOOGLE INC. SHAREHOLDER DERIVATIVE LITIGATION)	Master File No. CV-11-04248-PJH
)	
)	
_____)	
This Document Relates To:)	
)	
ALL ACTIONS)	
)	
)	

3. When a case which properly belongs as part of *In re Google Inc. Shareholder Derivative Litigation*, Master File No. CV-11-04248-PJH, is hereafter filed in the Court or transferred here from another court, this Court requests the assistance of lead counsel in calling to the attention of the Clerk of the Court the filing or transfer of any case which might properly be consolidated as part of the consolidated action, and lead counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order.

4. Defendants are not required to respond to the complaint in any action consolidated into this action, other than a consolidated complaint or a complaint designated as the operative complaint.

5. This Order shall apply to each case, arising out of the same or substantially the same transactions or events as the Actions, which is subsequently filed in, removed to, or transferred to this Court.

6. Pursuant to Fed. R. Civ. P. 5(b)(2)(E)-(F), service by e-mail transmission shall be permitted in addition to service via ECF notification. For non-CM/ECF participants, service shall be deemed effective upon transmission of e-mail.

I. APPOINTMENT OF LEAD COUNSEL FOR PLAINTIFFS

7. Robbins Geller Rudman & Dowd LLP, Robbins Umeda LLP and Pomerantz Haudek Grossman & Gross LLP shall serve as lead counsel for plaintiffs in the Actions. Lead counsel shall

1 have authority to speak for plaintiffs in matters regarding pre-trial and trial procedure and settlement
2 negotiations, and shall make all work assignments in such manner as to facilitate the orderly and
3 efficient prosecution of the Actions and to avoid duplicative or unproductive efforts.

4 8. Defendants take no position as to the appointment of lead counsel for plaintiffs in the
5 Actions.

6 9. Defendants' counsel may rely upon all agreements made with plaintiffs' lead counsel,
7 and such agreements shall be binding on all plaintiffs.

8 **II. ACCEPTANCE OF SERVICE**

9 10. Counsel for defendants and nominal defendant shall accept service of the summons
10 and complaint within five business days after entry of this Order.

11 **III. SCHEDULE**

12 11. Plaintiffs shall have thirty five (35) days after this Stipulation is signed to file and
13 serve an Amended Consolidated Complaint. The Amended Consolidated Complaint shall be the
14 operative complaint and shall supersede all complaints filed in any of the actions consolidated
15 herein.

16 12. Defendants and nominal defendant Google shall have thirty (30) days from the filing
17 of the Amended Consolidated Complaint to respond to the Amended Consolidated Complaint.

18 13. In the event that any defendant and/or nominal defendant files a motion under Rule
19 12 of the Federal Rules of Civil Procedure in response to the Amended Consolidated Complaint,
20 plaintiffs shall have thirty (30) days to file and serve their opposition to the motion(s). Defendants
21 and nominal defendant Google shall have twenty (20) days to file and serve reply memoranda, if
22 any.

23 14. All motions shall be noticed in accordance with the Civil Local Rules, unless
24 otherwise ordered by the Court.

1 DATED: September __, 2011

ROBBINS GELLER RUDMAN
& DOWD LLP
DARREN J. ROBBINS
TRAVIS E. DOWNS III
BENNY C. GOODMAN III
ERIK W. LUEDEKE

5
6 s/ Travis E. Downs III
TRAVIS E. DOWNS III

7 655 West Broadway, Suite 1900
8 San Diego, CA 92101-3301
9 Telephone: 619/231-1058
619/231-7423 (fax)

10 ROBBINS GELLER RUDMAN
11 & DOWD LLP
12 SHAWN A. WILLIAMS
13 Post Montgomery Center
One Montgomery Street, Suite 1800
San Francisco, CA 94104
Telephone: 415/288-4545
415/288-4534 (fax)

14 Attorneys for Plaintiff Patricia M. McKenna

15 *I, Travis E. Downs III, am the ECF user whose ID and password are being used to file this*
16 *STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING*
17 *LEAD COUNSEL. In compliance with General Order 45, X.B., I hereby attest that Marc I. Gross*
has concurred in this filing.

18 DATED: September __, 2011

POMERANTZ HAUDEK GROSSMAN
& GROSS LLP
MARC I. GROSS
JEREMY A. LIEBERMAN
FEI-LU QIAN

22 s/ Marc I. Gross
MARC I. GROSS

23 100 Park Avenue
24 New York, NY 10017-5516
25 Telephone: 212/661-1100
212/661-8665 (fax)

POMERANTZ HAUDEK GROSSMAN
& GROSS LLP
PATRICK V. DAHLSTROM
Ten South La Salle Street, Suite 3505
Chicago, IL 60603
Telephone: 312/377-1181
312/377-1184 (fax)

BRONSTEIN GERWITZ
& GROSSMAN LLC
PERETZ BRONSTEIN
60 East 42nd Street
New York, NY 10165
Telephone: 212/697-6484
212/697-7296 (fax)

BERMAN DeVALERIO
JOSEPH J. TABACCO, JR.
NICOLE LAVALLEE
One California Street, Suite 900
San Francisco, CA 94111
Telephone: 415/433-3200
415/433-6382 (fax)

Attorneys for Plaintiff Avrohom Gallis

*I, Travis E. Downs III, am the ECF user whose ID and password are being used to file this
STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING
LEAD COUNSEL. In compliance with General Order 45, X.B., I hereby attest that Felipe J. Arroyo
has concurred in this filing.*

DATED: September __, 2011

ROBBINS UMEDA LLP
BRIAN J. ROBBINS
FELIPE J. ARROYO
SHANE P. SANDERS
GINA STASSI

s/ Felipe J. Arroyo
FELIPE J. ARROYO

600 B Street, Suite 1900
San Diego, CA 92101
Telephone: 619/525-3990
619/525-3991 (fax)

HOLZER HOLZER & FISTEL, LLC
MICHAEL I. FISTEL, JR.
MARSHALL P. DEES
200 Ashford Center North, Suite 300
Atlanta, GA 30338
Telephone: 770/392-0090
770/392-0029 (fax)

Attorneys for Plaintiff James Clem

I, Travis E. Downs III, am the ECF user whose ID and password are being used to file this STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING LEAD COUNSEL. In compliance with General Order 45, X.B., I hereby attest that Boris Feldman has concurred in this filing.

DATED: September __, 2011

WILSON SONSINI GOODRICH &
ROSATI, P.C.
BORIS FELDMAN
ELIZABETH C. PETERSON
DIANE M. WALTERS
BRYSON S. SANTAGUIDA

s/ Boris Feldman
BORIS FELDMAN

650 Page Mill Road
Palo Alto, CA 94304
Telephone: 650/493-9300
650/493-6811 (fax)

Attorneys for Nominal Defendant Google, Inc.
and Defendants Larry Page, Sergey Brin, Eric E.
Schmidt, L. John Doerr, John L. Hennessy, Paul
S. Otellini, K. Ram Shriram, Shirley M.
Tilghman, Nikesh Arora and Patrick Pichette

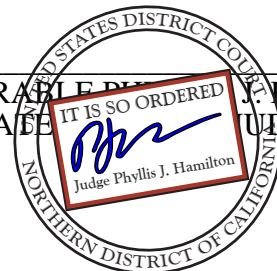
* * *

ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

DATED: 9/19/11

THE HONORABLE PHYLIS J. HAMILTON
UNITED STATES DISTRICT COURT
JUDGE



Mailing Information for a Case 4:11-cv-04248-PJH

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

- **Travis E. Downs , III**
travisd@rgrdlaw.com,e_file_sd@rgrdlaw.com,e_file_sf@rgrdlaw.com
- **Benny Copeline Goodman , III**
bennyg@rgrdlaw.com,e_file_sd@rgrdlaw.com
- **Elizabeth Catherine Peterson**
epeterson@wsgr.com,bbahns@wsgr.com
- **Darren Jay Robbins**
e_file_sd@rgrdlaw.com
- **Bryson Scott Santaguida**
bsantaguida@wsgr.com
- **Diane Marie Walters**
dwalters@wsgr.com,smills@wsgr.com
- **Shawn A. Williams**
shawnw@rgrdlaw.com,khuang@rgrdlaw.com,e_file_sd@rgrdlaw.com,e_file_sf@rgrdlaw.com

Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

Boris Feldman

Wilson Sonsini Goodrich & Rosati
A Professional Corporation
650 Page Mill Road
Palo Alto, CA 94304-1050

Erik W Luedeke

Robbins geller Rudman & Dowd LLP
655 West Broadway
Suite 1900
San Diego, CA 92101-3301